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2      Entered on Docket  
3      October 05, 2010



Hon. Linda B. Riegle  
United States Bankruptcy Judge

5      **LEWIS AND ROCA LLP**

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7      John Hinderaker (AZ 018024)  
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16     *Attorneys for USACM Liquidating Trust*

17     **UNITED STATES BANKRUPTCY COURT**

18     **DISTRICT OF NEVADA**

19     In re:

20     USA COMMERCIAL MORTGAGE  
21     COMPANY,

22     USA CAPITAL REALTY ADVISORS,  
23     LLC,<sup>1</sup>

24     USA CAPITAL DIVERSIFIED TRUST  
25     DEED FUND, LLC,

26     USA CAPITAL FIRST TRUST DEED  
27     FUND, LLC,<sup>2</sup>

28     USA SECURITIES, LLC,<sup>3</sup>

29     **Debtors.**

30     **Affects:**

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR<sup>1</sup>  
Case No. BK-S-06-10726-LBR<sup>1</sup>  
Case No. BK-S-06-10727-LBR<sup>2</sup>  
Case No. BK-S-06-10728-LBR<sup>2</sup>  
Case No. BK-S-06-10729-LBR<sup>3</sup>

31     **CHAPTER 11**

32     Jointly Administered Under Case No.  
33     BK-S-06-10725 LBR

34     **Order Sustaining Second Omnibus  
35     Objection Of USACM Trust To Proofs Of  
36     Claim Based In Whole Or In Part Upon  
37     Investment In The Charlevoix Homes Loan**

38     Date of Hearing: September 23, 2010

39     Time of Hearing: 10:30 a.m.

<sup>1</sup> This bankruptcy case was closed on September 23, 2008.

<sup>2</sup> This bankruptcy case was closed on October 12, 2007.

<sup>3</sup> This bankruptcy case was closed on December 21, 2007.

1       The Court having considered the “Second Omnibus Objection of USACM Trust to  
2 Proofs of Claim Based In Whole Or In Part Upon Investment In the Charlevoix Homes  
3 Loan” [DE 8132] (the “Objection”); the Court having heard the Objection on September  
4 23, 2010; appropriate notice of the Objection having been given; no response to the  
5 Objection having been filed; and good cause appearing:

6       **IT IS ORDERED** that:

7       1.       The Objection [DE 8132] is sustained;

8       2.       The claims listed on **Exhibit A** attached are disallowed to the extent those  
9 claims are based upon an investment in the Charlevoix Homes Loan for the reasons set  
10 forth in the objection.

11       3.       The claims listed on **Exhibit A** are not affected by this order to the extent  
12 they are based upon an investment in another loan.

13 PREPARED AND RESPECTFULLY SUBMITTED BY:

14 **LEWIS AND ROCA LLP**

16 By/s/ John Hinderaker (AZ 18024)

17       Robert M. Charles, Jr.

17       John Hinderaker (*pro hac vice*)

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20       *Attorneys for USACM Liquidating Trust*

1 CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021  
23 In accordance with Local Rule 9021, the undersigned certifies:  
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- 6      The Court waived the requirements of approval under LR 9021.
- 7      This is a chapter 7 or 13 case, and either with the motion, or at the hearing, I  
8        have delivered a copy of this proposed order to all counsel who appeared at the  
9        hearing, any unrepresented parties who appeared at the hearing, and each has  
10        approved or disapproved the order, or failed to respond, as indicated below [list  
11        each party and whether the party has approved, disapproved, or failed to  
12        respond to the document.]
- 13      This is a chapter 11 case, and I have delivered a copy of this proposed order to  
14        all counsel who appeared at the hearing, any unrepresented parties who  
15        appeared at the hearing, and each has approved or disapproved the order, or  
16        failed to respond, as indicated below.
- 17      I certify that I have served a copy of this order with the motion, and no parties  
18        appeared or filed written objections.

19

U.S. Trustee:	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party:	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

20

Submitted by:  
21 LEWIS AND ROCA LLP

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By: /s/ John Hinderaker  
23 Attorneys for USACM Liquidating Trust

24

# # #

## EXHIBIT A

Claim	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Charlevoix Homes, LLC Loan
<b>10725-01626</b>	Aylene Geringer and Mark Zipkin	(mail was previously returned as undeliverable)  4321 Cherry Hills Lane Tarzana, CA 91356-5406	\$20,425.79	\$3,134.00
<b>10725-00550</b>	Patti Page	3045 N. Beachwood Drive Los Angeles, CA 90058-1939	\$200,000.00	\$50,000.00
<b>10725-02217</b>	Randy Sanchez IRA	5713 N. White Sands Road Reno, NV 89511	\$694,063.90	\$33,000.00
<b>10725-01419</b>	S&P Davis Limited Partnership	737 Bannerman Lane Fort Mill, SC 29715	\$419,981.00	\$25,000.00
<b>10725-02428</b>	Tiki Investment Enterprises LP	2578 Highmore Avenue Henderson, NV 89052	\$2,400,256.00	\$65,000.00